

STATE MS.-DESOTO CO. *BN*

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W.E. DAVIS CH. CLK.

BOOK 80 PAGE 799

This Instrument Prepared by:  
American Family Security and Elder  
Care Group Legal Services Plan, Inc.  
709 Taylor Street  
P.O. Box 280240  
Nashville, TN 37208  
Tel. No. 1-877-465-7526  
Tel. No. N/A

CERTIFICATE OF TRUST AGREEMENT

1. On the 10 day of April, 1999, BALFORD T. BROWN and LILLIAN J. BROWN, husband and wife, (the "Grantors") entered into THE BALFORD T. BROWN AND LILLIAN J. BROWN LIVING TRUST (the "Trust").

2. BALFORD T. BROWN and LILLIAN J. BROWN were residing at 4670 Homestead, Olive Branch, Desoto County, Mississippi 38654, at the signing of the Trust and serve as the initial Co-Trustees (the "Trustees") of the Trust. Either co-trustee may sign individually on behalf of the trust.

3. The Trust includes sections naming the initial Trustees, creating the trust, empowering the trustee's, with all powers under Mississippi Code of 1972, §91-9-107, clearly stating the revocability of the Trust, and designating successor trustees. Other sections of the Trust are of a personal nature and set forth the distribution of the trust property.

4. Christopher B. Brown is the first successor trustee of the trust. Robin L. Wilford is the second successor trustee of the trust. Where applicable, the successor trustees are legal title holders of the Trust property, and are individuals eligible for membership in any credit union.

5. The signatories are currently the acting Trustees of the Trust and declare that the foregoing provisions are true and correct, under penalty of perjury.

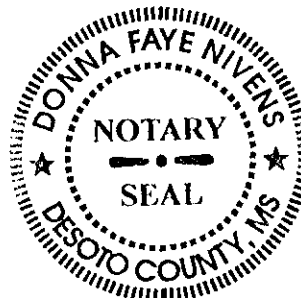
6. Treasury Regulation Section 1.671-4(b) provides that pursuant to Treasury Regulation Section 301.6109-1(a)(2), the Trust does not need its own taxpayer identification number during the lifetime of the initial Trustee, and the social security number of either initial Trustee (Grantor) shall be used for tax reporting purposes.

Witness our signatures to the above certificate filed pursuant to Mississippi Code of 1972, §91-9-7.

Balford T. Brown  
Balford T. Brown, Initial Co-Trustee

Lillian J. Brown  
Lillian J. Brown, Initial Co-Trustee

STATE OF MISSISSIPPI     )  
COUNTY OF DESOTO     )



4th day of May, 1999, within my jurisdiction, the within named Balford T. Brown and Lillian J. Brown, who acknowledged that they executed the above and foregoing instrument.

Donna Faye Nivens (Notary Public)

My Commission Expires:  
FEBRUARY 11, 2003  
(Affix Official Seal)